

10313-2

RECORDATION NO. 10313-2  
APR 1 - 1981 - 11 25 AM  
INTERSTATE COMMERCE COMMISSION

EQUIPMENT TRUST AGREEMENT  
SUPPLEMENT NO. 8

EQUIPMENT TRUST AGREEMENT SUPPLEMENT NO. 8, dated April 1, 1981, between THE CHASE MANHATTAN BANK (NATIONAL ASSOCIATION), a national banking association (hereinafter called the "Trustee"), as Trustee under the Equipment Trust Agreement hereinafter referred to, and EMONS INDUSTRIES, INC., a New York corporation (hereinafter called the "Company").

The Trustee and the Company have heretofore entered into the Equipment Trust Agreement dated as of April 1, 1979 (the "Original Equipment Trust Agreement", and as the same may be supplemented or modified from time to time, the "Equipment Trust Agreement").

The Equipment Trust Agreement provides for the execution and delivery from time to time of Equipment Trust Agreement Supplements for the purpose of evidencing the subjection and the leasing of specific equipment under the Equipment Trust Agreement as and when delivered by the Trustee to the Company in accordance with the terms thereof.

A counterpart of the Original Equipment Trust Agreement was recorded by the Interstate Commerce Commission (the "ICC") on April 26, 1979 and assigned Recordation No. 10313. Supplements to the Original Equipment Trust Agreement were recorded by the ICC on the dates, and were assigned the recordation numbers, set forth below:

<u>Supplement No.</u>	<u>Recordation Date</u>	<u>Recordation Number</u>
1	August 27, 1979	10313-J
2	September 26, 1979	10313-M
3	November 2, 1979	10313-P
4	January 28, 1980	10313-S
5	March 21, 1980	10313-U
6	April 1, 1980	10313-W
7	April 1, 1981	

NOW, THEREFORE, the Trustee and the Company hereby agree as follows:

1. The Trustee hereby delivers and leases to the Company under the Equipment Trust Agreement, and the Company hereby accepts and leases from the Trustee under the Equipment Trust Agreement, the following equipment (the "Delivered Equipment"):

twenty-nine (29) seventy-ton, fifty foot boxcars bearing the following markings:

MPA 37971 through MPA 37999, inclusive.

2. The delivery date of the Delivered Equipment is the date of this Equipment Trust Agreement Supplement, as set forth in the opening paragraph hereof.

3. The Delivered Equipment shall be held by the Trustee, pursuant to the terms and conditions set forth in the Equipment Trust Agreement, in trust for the equal and ratable benefit of the registered holders of the Trust Certificates (as defined in the Equipment Trust Agreement) issued pursuant to the Equipment Trust Agreement.

4. The term for the Delivered Equipment shall commence on the delivery date referred to above and shall end on April 1, 1994, unless earlier terminated in accordance with the provisions of the Equipment Trust Agreement.

5. The Company hereby agrees to pay the Trustee rental for the Delivered Equipment throughout the terms therefor in accordance with Section 5.04 of the Equipment Trust Agreement.

6. By virtue of the execution and delivery of this Equipment Trust Agreement Supplement, the Trustee has (and is hereby granted by the Company) a security interest in the Delivered Equipment enforceable in accordance with the terms of the Equipment Trust Agreement.

7. All of the terms and provisions of the Equipment Trust Agreement are hereby incorporated by reference in this Equipment Trust Agreement Supplement to the same extent as if fully set forth herein.

IN WITNESS WHEREOF, the Trustee and the Company have caused this Equipment Trust Agreement Supplement to be duly executed as of the day and year first above written and to be delivered in the State of New York.

ATTEST:

  
Assistant Secretary

ATTEST:

  
Assistant Secretary

THE CHASE MANHATTAN BANK  
(NATIONAL ASSOCIATION),  
as Trustee

By: 

Vice President

EMONS INDUSTRIES, INC.

By: 

Vice President

STATE OF NEW YORK )  
 : ss.:  
COUNTY OF NEW YORK )

On this 51st day of March, 1981, before me personally came [REDACTED], to me personally known, who, being by me duly sworn, says that he resides at RD 2 Box 145, Hiram Rd  
Cold Spring N.Y.; that he is a Vice President of THE CHASE MANHATTAN BANK (NATIONAL ASSOCIATION), one of the corporations described in and which executed the foregoing instrument; that he knows the seal of said corporation; that the seal affixed to the said instrument is the corporate seal; that it was so affixed by authority of the By-laws of said corporation, and that he signed his name thereto by like authority.

Jo Ann Finnegan  
NOTARY PUBLIC

My Commission Expires:

JO-ANN FINNEGAN  
NOTARY PUBLIC, State of New York  
No. 30-4681569  
Qualified in New York County  
Certificate Filed in New York County  
Commission Expires March 30, 1982

COMMONWEALTH OF PENNSYLVANIA)

: ss.:

COUNTY OF YORK )

On this 30th day of March , 1981, before me personally appeared J. S. Maltese , to me personally known, who, being by me duly sworn, says that he is a Vice-President of EMONS INDUSTRIES, INC. one of the corporations described in and which executed the foregoing instrument; that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation and that said instrument was signed and sealed on behalf of said corporation by authority of the By-laws, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

*Judye G. Lewatnowic*  
\_\_\_\_\_  
NOTARY PUBLIC

My Commission Expires:

MY COMMISSION EXPIRES  
JANUARY 31, 1985  
YORK, YORK COUNTY, PA